

# **Exhibit HHH**

**CSC 45**  
**RAW DOWN**

New York State Department of State  
Division of Corporations, State Records  
and Uniform Commercial Code  
One Commerce Plaza, 99 Washington Avenue  
Albany, NY 12231  
www.dos.ny.gov

**150217000**

49<sup>0</sup>

*(This form must be printed or typed in black ink)*

**ARTICLES OF ORGANIZATION  
OF**

**GENEVER HOLDINGS LLC**

*(Insert name of Limited Liability Company)*

Under Section 203 of the Limited Liability Company Law

**FIRST:** The name of the limited liability company is: GENEVER HOLDINGS LLC

**SECOND:** The county within this state in which the office of the limited liability company is to be located is: New York

**THIRD:** The Secretary of State is designated as agent of the limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

Corporation Service Company

80 State Street, Albany, NY 12207-2543

/s/ Andrea Levine Sanft

*(signature of organizer)*

Andrea Levine Sanft

*(print or type name of organizer)*

N. Y. S. DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS AND STATE RECORDS

ALBANY, NY 12231-0001

CERTIFICATE OF RESERVATION

=====

ENTITY NAME: GENEVER HOLDINGS LLC

DOCUMENT TYPE: RESERVATION (DOM LLC)

=====

FILED:02/09/2015 DURATION:04/13/2015 CASH#:150209000431 FILM #:150209000396

FILER:

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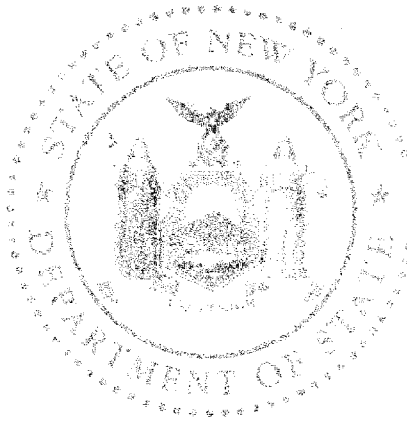
TIM CARNEY, PAUL WEISS RIFKING  
WHARTON & GARRISON LLP  
1285 AVENUE OF THE AMERICAS  
NEW YORK, NY 10019-6064

ADDRESS FOR PROCESS:

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REGISTERED AGENT:

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\*\* SUBMIT RECEIPT WHEN FILING CERTIFICATE \*\*

APPLICANT NAME : TIM CARNEY

=====

SERVICE COMPANY: CORPORATION SERVICE COMPANY - 45

SERVICE CODE: 45

FEES	95.00
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FILING	20.00
TAX	0.00
CERT	0.00
COPIES	0.00
HANDLING	75.00

PAYMENTS	95.00
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CASH	0.00
CHECK	0.00
CHARGE	0.00
DRAWDOWN	95.00
OPAL	0.00
REFUND	0.00

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494927KNV

DOS-1025 (04/2007)  
SVUS002405

CSC 45  
DRAW DOWN

ARTICLES OF ORGANIZATION  
OF

490

GENEVER HOLDINGS LLC

*(Insert name of Limited Liability Company)*

Under Section 203 of the Limited Liability Company Law

Filed by: Paul, Weiss et al.  
*(Name)*  
1285 Avenue of the Americas  
*(Mailing address)*  
New York, NY 10019  
*(City, State and ZIP code)*

100  
STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED FEB 17 2015

TAXS \_\_\_\_\_  
BY: \_\_\_\_\_

Custref502699MRP

NOTE: This form was prepared by the New York State Department of State for filing articles of organization for a domestic limited liability company. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$200 filing fee made payable to the Department of State.

RECEIVED  
2015 FEB 17 AM 10:08

527

2015 FEB 17 PM 1:36

FILED

150415000 336

CSC 45  
Drawdown

New York State  
Department of State  
Division of Corporations, State Records  
and Uniform Commercial Code  
Albany, NY 12231  
www.dos.state.ny.us

CERTIFICATE OF PUBLICATION  
OF

GENEVER HOLDINGS LLC

Under Section 206 of the Limited Liability Company Law

The undersigned is the Authorized Person of  
GENEVER HOLDINGS LLC

If the name of the limited liability company has changed, the  
name under which it was formed is:

The articles of organization were filed by the Department  
of State on: 02/17/2015.

The published notices described in the annexed affidavits  
of publication contain all of the information required by  
Section 206 Limited Liability Company Law.

The newspapers described in such affidavits of publication  
satisfy the requirements set forth in the Limited Liability  
Company Law and the designation made by the county clerk.

I certify the foregoing statements to be true under penalties  
of perjury.

Dated: April 14, 2015

/s/ Andrea Levine Sanft

Andrea Levine Sanft

SVUS002407

150415000336

***Affidavit of Publication  
Under Section 206 of the  
Limited Liability Company Law***

***State of New York  
County of New York, ss.:***

The undersigned is the principal clerk of the publisher of the NEW YORK LAW JOURNAL, a Daily Newspaper published in New York, New York. A notice regarding GENEVER HOLDINGS LLC was published in said newspaper once in each week for six successive weeks, commencing on 02/26/2015 and ending on 04/02/2015. The Text of the Notice as published in said newspaper is as set forth below. This newspaper has been designated by the Clerk of New York County for this purpose.

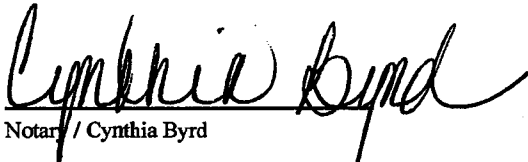
**NOTICE OF FORMATION of GENEVER HOLDINGS LLC Arts. of Org. filed with Secy. of State of NY (SSNY) on 02/17/15. Office location: NY County. SSNY designated as agent of LLC upon whom process against it may be served. SSNY shall mail process to Corporation Service Co., 80 State St., Albany, NY 12207-2543. Purpose: Any lawful activity.**  
**0000013228 f26-th a2**

Hal Cohen, Publisher



By: Brenda Estrada, Authorized Designee of the Publisher

SWORN TO BEFORE ME, this 2nd day of April, 2015

  
Notary / Cynthia Byrd

**Cynthia Byrd  
Notary Public, State of New York  
No. 01BY6056945  
Qualified in Kings County  
Commission Expires April 09, 2015**

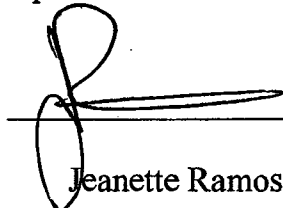
SVUS002408

# Affidavit of Publication

Under Section 206 of the Limited Liability Company Law  
State of New York, County of New York, ss.:  
the undersigned is the publisher of Town & Village, a weekly  
newspaper published in New York, New York. A notice regarding

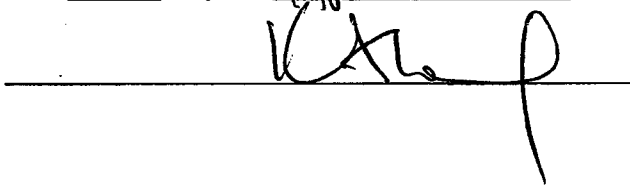
## GENEVER HOLDINGS LLC

was published in said newspaper once in each week for six successive weeks,  
commencing on 3/5/15 and ending on 4/9/15.  
The text of the notice as published in said newspaper is as set forth below, or in  
the annexed exhibit. This newspaper has been designated by the Clerk of New  
York County for this purpose.

 (signature)  
Jeanette Ramos (printed name)

Authorized Designee of Christopher Hagedorn, Publisher of Town & Village Newspaper

Subscribed and sworn to before me,  
this 9 day of April 2015.



KAREN A. WONG  
Notary Public, State of New York  
No. 01WO6053975  
Qualified in Westchester County  
Term Expires Jan. 22, 2019

Notice of Formation of GENEVER HOLDINGS LLC. Arts. of Org. filed  
with Secy. of State of NY (SSNY) on 02/17/15. Office location: NY County.  
SSNY designated as agent of LLC upon whom process against it may be  
served. SSNY shall mail process to Corporation Service Co., 80 State St.,  
Albany, NY 12207-2543. Purpose: Any lawful activity.  
4.9.15

336

CSC 45  
Drawdown

CERTIFICATE OF PUBLICATION  
OF  
GENEVER HOLDINGS LLC

Under Section 206 of the Limited Liability Company Law

Filed by: Paul Weiss Rifkind Wharton & Garrison LLP  
1285 Avenue Of The Americas  
New York, NY 10019-6064  
Cust. Ref#502699MPC  
DRAWDOWN

FILED  
2015 APR 15 AM 11:05

ICC

STATE OF NEW YORK  
DEPARTMENT OF STATE  
FILED

APR 15 2015

TAX \$ \_\_\_\_\_  
BY: Ja

RECEIVED  
2015 APR 15 AM 10:07

Ja

355



**Biennial Statement**

NYS Department of State  
 Division of Corporations, State Records &  
 Uniform Commercial Code  
<http://www.dos.ny.gov>

**BUSINESS NAME:** GENEVER HOLDINGS LLC

**FILING PERIOD:** 02/2017

**Part 1 - Service of Process Address (Address must be within the United States or its territories)**

Name CORPORATION SERVICE COMPANY		
Address Line 1 80 STATE STREET		
Address Line 2		
City ALBANY	State NY	Zip Code 12207-2543

**Signer Information**

I affirm that the statements contained herein are true to the best of my knowledge, that I am authorized to sign this Biennial Statement and that my signature typed below constitutes my electronic signature.

Electronic Signature YU FIONA KA WING
Capacity of Signer AUTHORIZED PERSON

**FILED WITH THE NYS DEPARTMENT OF STATE ON: 02/20/2018**

**FILING NUMBER: 180220006000 - 4711112**

**CT-07**

180514000493



**Division of Corporations,  
State Records and  
Uniform Commercial Code**

New York State  
Department of State  
**DIVISION OF CORPORATIONS,  
STATE RECORDS AND  
UNIFORM COMMERCIAL CODE**  
One Commerce Plaza  
99 Washington Ave.  
Albany, NY 12231-0001  
www.dos.ny.gov

## CERTIFICATE OF CHANGE OF

GENEVER HOLDINGS LLC

*(Insert Name of Domestic Limited Liability Company)*

Under Section 211-A of the Limited Liability Company Law

**FIRST:** The name of the limited liability company is:

GENEVER HOLDINGS LLC

If the name of the limited liability company has been changed, the name under which it was organized is: \_\_\_\_\_

**SECOND:** The date of filing of the articles of organization is: FEBRUARY 17, 2015

**THIRD:** The change(s) effected hereby are: *[check appropriate statement(s)]*

1. ☐ The county location, within this state, in which the office of the limited liability company is located, is changed to: \_\_\_\_\_
2. ☒ The address to which the Secretary of State shall forward copies of process accepted on behalf of the limited liability company is changed to read in its entirety as follows:  
c/o CT Corporation System, 111 Eighth Avenue, New York, NY 10011
3. ☒ The limited liability company hereby: *[check one]*
  - ☒ Designates CT Corporation System as its registered agent upon whom process against the limited liability company may be served. The street address of the registered agent is:  
111 Eighth Avenue, New York, NY 10011
  - ☐ Changes the designation of its registered agent to: \_\_\_\_\_  
The street address of the registered agent is: \_\_\_\_\_
  - ☐ Changes the address of its registered agent to: \_\_\_\_\_
  - ☐ Revokes the authority of its registered agent.

**CT-07**

493

X   
 (Signature)

Melissa Mendez  
 (Type or print name)

Capacity of Signer (Check appropriate box):

☐ Member☒ Manager☐ Authorized Person

## CERTIFICATE OF CHANGE OF

GENEVER HOLDINGS LLC

(Insert Name of Domestic Limited Liability Company)

Under Section 211-A of the Limited Liability Company Law

Filer's Name and Mailing Address:

Melissa Mendez  
 Name:

Golden Spring (New York) Ltd.  
 Company, if Applicable:

8100 5th Ave, Ste 21F  
 Mailing Address:

New York, NY 10065  
 City, State and Zip Code:

2018 MAY 14 AM 11:09

FILED

**NOTES:**

1. The name of the limited liability company and the date of filing of the articles of organization must exactly match the records of the Department of State. This information should be verified on the Department of State's website at [www.dos.ny.gov](http://www.dos.ny.gov).
2. This form was prepared by the New York State Department of State for filing a certificate of change by a domestic limited liability company. You are not required to use this form. You may draft your own form or use forms available at legal supply stores.
3. The Department of State recommends that legal documents be prepared under the guidance of an attorney.
4. The certificate must be submitted with a \$30 filing fee made payable to the Department of State.

(For office use only)

1CC  
 STATE OF NEW YORK  
 DEPARTMENT OF STATE

FILED MAY 14 2018

12:15

BY: rw

501

DOS-1359-f (Rev. 03/17)

NY075 - 4/5/2017 Wolters Kluwer Online

# DRAWDOWN

Cst-ref 10970546 SD

Page 2 of 2

SVUS002413



Division of Corporations,  
State Records and  
Uniform Commercial Code

Department of State  
DIVISION OF CORPORATIONS,  
STATE RECORDS AND  
UNIFORM COMMERCIAL CODE  
One Commerce Plaza  
99 Washington Ave.  
Albany, NY 12231-0001  
www.dos.ny.gov

## CERTIFICATE OF CHANGE OF

### GENEVER HOLDINGS LLC

Under Section 211-A of the Limited Liability Company Law *(for use by agent)*

**FIRST:** The name of the limited liability company is: GENEVER HOLDINGS LLC. Said limited liability company is hereinafter referred to as the "Domestic Limited Liability Company".

If the name of the Domestic Limited Liability Company has been changed, the name under which the limited liability company was formed is:

**SECOND:** The date of filing of its articles of organization is: 17 FEB 2015.

**THIRD:** The only change effected hereby is to change the address of the Registered Agent of the Domestic Limited Liability Company to read as follows:

C T CORPORATION SYSTEM, 28 Liberty St., New York, NY 10005.

**FOURTH:** The undersigned person, partnership, or corporation (hereinafter referred to as the "Agent") is the Registered Agent of the Domestic Limited Liability Company. The post office address previously designated by the Domestic Limited Liability Company for that purpose was the address of the undersigned Agent, and the address specified in paragraph Third above is the new address of the undersigned Agent. The undersigned Agent mailed a notice of the proposed change of address to the Domestic Limited Liability Company not less than thirty days prior to the date of delivery of this Certificate to the Department of State. The Domestic Limited Liability Company has not objected to the change of address effected hereby. The undersigned Agent is authorized by Limited Liability Company Law section 211-A(b) to sign and deliver this Certificate.

C T CORPORATION SYSTEM (Agent)

By: 

Marie Hauer – Authorized Person.

Filer: C T CORPORATION SYSTEM  
28 Liberty St.  
New York, NY  
10005.

FILE NUMBER: SR-70380 / DOS ID: 4711112 / Date Filed: 28 JAN 2019



Division of Corporations,  
State Records and  
Uniform Commercial Code

Department of State  
DIVISION OF CORPORATIONS,  
STATE RECORDS AND  
UNIFORM COMMERCIAL CODE  
One Commerce Plaza  
99 Washington Ave.  
Albany, NY 12231-0001  
www.dos.ny.gov

## CERTIFICATE OF CHANGE OF

### GENEVER HOLDINGS LLC

Under Section 211-A of the Limited Liability Company Law *(for use by agent)*

**FIRST:** The name of the limited liability company is: GENEVER HOLDINGS LLC. Said limited liability company is hereinafter referred to as the "Domestic Limited Liability Company".

If the name of the Domestic Limited Liability Company has been changed, the name under which the limited liability company was formed is:

**SECOND:** The date of filing of its articles of organization is: 17 FEB 2015.

**THIRD:** The only change effected hereby is the post office address to which the Secretary of State shall mail a copy of any process against the Domestic Limited Liability Company served upon the Secretary of State is changed to:

C T CORPORATION SYSTEM, 28 Liberty St., New York, NY 10005.

**FOURTH:** The undersigned person, partnership, or corporation (hereinafter referred to as the "Agent") is the agent of the Domestic Limited Liability Company to whose address the Secretary of State is required to mail copies of process against the Domestic Limited Liability Company served upon the Secretary of State. The post office address previously designated by the Domestic Limited Liability Company for that purpose was the address of the undersigned Agent, and the address specified in paragraph Third above is the new address of the undersigned Agent. The undersigned Agent mailed a notice of the proposed change of address to the Domestic Limited Liability Company not less than thirty days prior to the date of delivery of this Certificate to the Department of State. The Domestic Limited Liability Company has not objected to the change of address effected hereby. The undersigned Agent is authorized by Limited Liability Company Law section 211-A(b) to sign and deliver this Certificate.

C T CORPORATION SYSTEM (Agent)

By: A handwritten signature in black ink, appearing to read "Marie Hauer".

Marie Hauer – Authorized Person.

Filer: C T CORPORATION SYSTEM  
28 Liberty St.  
New York, NY  
10005.

FILE NUMBER: SR-70381 / DOS ID: 4711112 / Date Filed: 28 JAN 2019

**Biennial Statement**

NYS Department of State  
 Division of Corporations, State Records &  
 Uniform Commercial Code  
<http://www.dos.ny.gov>

**BUSINESS NAME:** GENEVER HOLDINGS LLC

**FILING PERIOD:** 02/2019

**Part 1 - Service of Process Address (Address must be within the United States or its territories)**

<b>Name</b> C T CORPORATION SYSTEM		
<b>Address Line 1</b> 28 LIBERTY ST.		
<b>Address Line 2</b>		
<b>City</b> NEW YORK	<b>State</b> NY	<b>Zip Code</b> 10005

**Signer Information**

I affirm that the statements contained herein are true to the best of my knowledge, that I am authorized to sign this Biennial Statement and that my signature typed below constitutes my electronic signature.

<b>Electronic Signature</b> COURTNEY L. SCANLON - C/O HODGSON RUSS LLP
<b>Capacity of Signer</b> AUTHORIZED PERSON

**FILED WITH THE NYS DEPARTMENT OF STATE ON: 03/25/2019**

**FILING NUMBER: 190325060378 - 4711112**